

EXHIBIT B

402

MEMORANDUM OF LEASE

INDENTURE dated as of July 31, 1987, between CIRCUIT CITY STORES, INC., a Virginia corporation having a mailing address of 2040 Thalbro Street, Richmond, Virginia 28230, as landlord ("Landlord"), and THE TJX COMPANIES, INC., a Delaware corporation having a mailing address of One Mercer Road, Natick, Massachusetts 01760, as tenant ("Tenant").

1. In consideration of the rents, agreements and conditions herein reserved and contained on the part of the Tenant to be paid, performed and observed, Landlord does hereby demise and lease to Tenant, for the term hereinafter set forth, the premises described as follows:

Approximately 24,076.69 square feet (approximately 120.3 feet wide and approximately 200.1 feet deep) of gross floor area in the shopping center (the "Shopping Center") which consists of those buildings and land situate at the southeast corner of South Grant Street and Concar Drive in the City of San Mateo, County of San Mateo, State of California. The demised premises are shown as the cross-hatched area on the plan attached hereto as Exhibit A, and the Shopping Center is more particularly described in the attachment thereto.

2. The initial term of this lease shall be the period of ten (10) and a fraction years commencing on the date hereinafter described and continuing until the tenth (10th) anniversary of the first January 31st after the commencement date hereof. The commencement date of the term hereof shall be determined according to a formula the principal variables of which will be (i) the day of completion of the construction work required to be performed by Landlord with respect to the demised premises, (ii) the season of the year during which such completion shall occur and (iii) the day on which the demised premises shall be formally opened by Tenant for business with customers.

3. Tenant shall have the right to extend the term of this lease for two (2) periods of five (5) years each, such that if both of such options shall be exercised the term hereof will expire on the January 31 next following the twentieth (20th) anniversary of the commencement of the term.

4. Landlord and Tenant have executed with respect to the demised premises a lease, dated July 31, 1987, the provisions of which are incorporated herein by reference and made a part hereof and a copy of which is on file at the offices of each Landlord and Tenant and at the offices of each of Retail Real Estate Consultants, 201 Oscawana Lake Road, Putnam Valley, New York 10579, and Lane & Altman, Esquires., 201 Devonshire Street, Boston, Massachusetts 02110. Said lease sets forth, inter alia, certain rights, restrictions and easements appurtenant to the demised premises. The provisions of this Memorandum of Lease are subject to all of the provisions of the aforesaid lease, and are not intended to modify the same, and reference should be made to the same in connection with any matter concerning the tenancy described hereby.

5. This Memorandum of Lease shall be binding upon and shall enure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Indenture under seal as of the day and year first above written.

WITNESS

LANDLORD:

CIRCUIT CITY STORES, INC.

B.B. Cunningham Jr.
Asst. Secy

By [Signature]
SR. Vice President

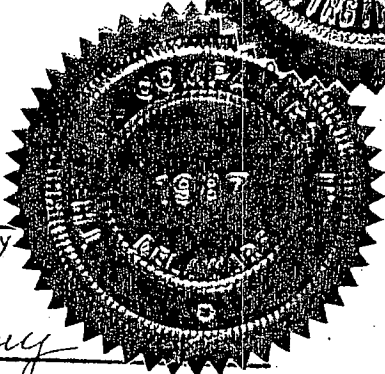


TENANT:

THE TJX COMPANIES, INC.

[Signature]
Margaret L. Riley

By [Signature]
President



Kathleen Shippey
Kathleen Shippey

By [Signature]
Vice President

Commonwealth of Virginia)

COUNTY OF Henrico) S.S.

On August 17, 1987, before me, the undersigned, a Notary Public in and for said County and State, duly commissioned and sworn, personally appeared James R. Wilson, or proved to me on the basis of satisfactory evidence to be the persons who executed this instrument, acknowledged to me to be the Mr. Vice President and B.B. Cunningham Jr., Asst. Secretary, respectively, of Circuit City Stores, Inc., a Virginia corporation and the corporation which executed the foregoing instrument, and further acknowledged to me to be the persons who executed such instrument on behalf of such corporation and such persons acknowledged to me that such corporation executed the same pursuant to its By-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

[Signature]
Notary Public

My Commission Expires July 22, 1991

Notarial Acknowledgement for Corporation

COMMONWEALTH OF Massachusetts)

) S.S.

COUNTY OF Middlesex)

On August , 1987, before me, the undersigned, a Notary Public in and for said County and State, duly commissioned and sworn, personally appeared Bernard Cammarata, and

George Freeman, personally known to me or proved to me on the basis of satisfactory evidence to be the persons who executed this instrument, acknowledged to me to be the President and Chief Executive Officer, and Vice President, respectively, of The TJX Companies, Inc., a Delaware corporation and the corporation that executed the foregoing instrument, and further acknowledged to me to be the persons who executed such instrument on behalf of such corporation, and such persons acknowledged to me that such corporation executed the same pursuant to its By-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

Joan M Brassil
Notary Public
JOAN M BRASSIL

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memom

my commission expires
July 24, 1992

ALL THAT CERTAIN REAL PROPERTY SITUATE IN THE CITY OF SAN MATEO, COUNTY OF SAN MATEO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

PORTION OF PARCEL 2, AS DESIGNATED ON THAT CERTAIN MAP ENTITLED "PARCEL MAP NO. 19 IN THE CITY OF SAN MATEO, COUNTY OF SAN MATEO, STATE OF CALIFORNIA, BEING A DIVISION OF PARCEL 2 OF PARCEL MAP NO. 9, AS RECORDED IN BOOK 4 OF PARCEL MAPS AT PAGE 21, RECORDS OF THE COUNTY OF SAN MATEO, BEING A PORTION OF NINETEENTH AVENUE PARK, UNIT NO. 1", WHICH MAP WAS FILED IN THE OFFICE OF THE RECORDER OF THE COUNTY OF SAN MATEO, STATE OF CALIFORNIA ON MARCH 14, 1968 IN BOOK 4 OF PARCEL MAPS AT PAGE 50, SAID PORTION BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWESTERLY CORNER OF SAID PARCEL 2; THENCE FROM SAID POINT OF BEGINNING ALONG THE WESTERLY LINE OF SAID PARCEL 2 NORTH $01^{\circ} 38' 57''$ WEST 720.53 FEET TO THE NORTHERLY LINE OF SAID PARCEL 2; THENCE ALONG SAID NORTHERLY LINE, EASTERLY ON THE ARC OF A CURVE TO THE RIGHT, FROM A TANGENT WHICH BEARS NORTH $81^{\circ} 34' 16''$ SAID CURVE HAVING A RADIUS OF 1712.50 FEET AND A CENTRAL ANGLE OF $3^{\circ} 17' 34''$, AN ARC DISTANCE OF 98.42 FEET TO THE NORTHWESTERLY CORNER OF PARCEL 3, AS SAID PARCEL 3 IS SHOWN ON THE ABOVE MENTIONED PARCEL MAP; THENCE ALONG THE WESTERLY AND SOUTHERLY LINES OF SAID PARCEL 3, SOUTH $00^{\circ} 26' 49''$ EAST 100.00 FEET AND NORTH $89^{\circ} 33' 11''$ EAST 100.00 FEET TO THE SOUTHEASTERLY CORNER OF SAID PARCEL 3; THENCE SOUTH $00^{\circ} 26' 49''$ EAST 100.00 FEET; THENCE NORTH $09^{\circ} 33' 11''$ EAST 175.00 FEET TO THE EASTERLY LINE OF SAID PARCEL 2; THENCE ALONG SAID EASTERLY LINE SOUTH $00^{\circ} 26' 49''$ EAST 520 FEET MORE OR LESS TO THE SOUTHEASTERLY CORNER OF SAID PARCEL 2; THENCE ALONG THE SOUTHERLY LINE OF SAID PARCEL 2 SOUTH $88^{\circ} 21' 03''$ WEST 340 FEET TO THE POINT OF BEGINNING.